

CORPORATE RESOLUTION

I, David Goldwasser, a duly authorized officer of URP Maiden Lane LLC, a New York limited liability company (the “Company”), hereby certify that at a special meeting of the Board of Managers for the Company, duly called and held on October 24, 2023, the following resolutions were adopted in accordance with the requirements of the New York Limited Liability Company Law and that these resolutions have not been modified or rescinded and are still in full force and effect on the date hereof:

RESOLVED, that in the judgment of the Board, it is desirable and in the best interests of the Company, its creditors, employees, and other interested parties that a petition be filed by the Company, seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”).

RESOLVED, that the Chairman of the Board, the Chief Executive Officer, (each such officer or designee being an “Authorized Person” and all being the “Authorized Persons”) are hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify petition and amendments thereto under chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”) and to cause the same to be filed in the United States Bankruptcy Court for the Southern District of New York at such time or in such other jurisdiction as such Authorized Person executing the same shall determine.

RESOLVED, that the law firm of Tarter Krinsky & Drogin LLP is hereby engaged as attorneys for the Company under a general retainer in the Chapter 11 Case, subject to any requisite bankruptcy court approval.

RESOLVED, that each Authorized Person, and such other officers of the Company as the Authorized Persons shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such officers, be, and each hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute and file all petition, schedules, motions, lists, applications, pleadings and other papers, and to take and perform any and all further acts and deeds which he or she deems necessary, proper or desirable in connection with the Chapter 11 Case, with a view to the successful prosecution of such case.

RESOLVED, that, any and all past actions heretofore taken by members of the Company in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed, and approved.

IN WITNESS WHEREOF, I have set my hand this 25th day of October 2023.

URP MAIDEN LANE LLC

By: _____


Name: David Goldwasser
Title: Co-Manager